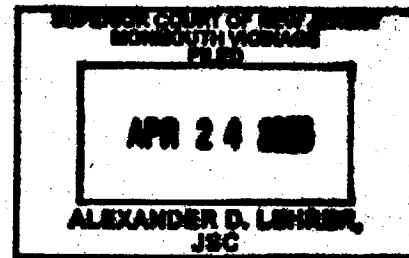


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SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION - COUNTY OF
MONMOUTH
Docket No. C-109-06

ZULIMA V. FARBER, Attorney
General of the State of New
Jersey, on behalf of FRANKLIN
L. WIDMANN, Chief of the New
Jersey Bureau of Securities,

Plaintiff,

v.

GARY S. KLEIN, JOSEPH SPUGANI,
NIZAR AZZAM, R.E.I. GROUP,
INC., a New Jersey
Corporation, R.E.I. HIGHLAND
PARK, LLC, a New Jersey
Limited Liability Company,
HOBE SOUNDS INVESTORS, LLC, a
New Jersey Limited Liability
Company, HOBE SOUND FL -
GOMEZ, LLC, a New Jersey
Limited Liability Company,
HOBE SOUND, FL - DOTTIE, LLC,
a New Jersey Limited Liability
Company, JUMPING BROOK ROAD,
LLC, a New Jersey Limited

Civil Action
**ORDER GRANTING PRELIMINARY
INJUNCTION, ASSET FREEZE,
RECEIVERSHIP, AND OTHER
ANCILLARY RELIEF**

Liability Company, 218 1/2 4TH
AVENUE, LLC, a New Jersey
Limited Liability Company, 601
BANGS AVENUE, LLC, a New
Jersey Limited Liability
Company, 711 BANGS AVENUE
ASBURY PARK, LLC, a New Jersey
Limited Liability Company, 613
BANGS AVENUE ASBURY PARK, LLC,
a New Jersey Limited Liability
Company, 600 MAIN STREET, LLC,
a New Jersey Limited Liability
Company, 1001 MAIN STREET
ASBURY PARK, LLC, a New Jersey
Limited Liability Company, 400
MAIN STREET AVON, LLC, a New
Jersey Limited Liability
Company, RIVERDALE COMMONS
LLC, a New Jersey Limited
Liability Company, RIVERDALE
MORTGAGE INVESTORS, LLC, a New
Jersey Limited Liability
Company, 716 COOKMAN AVENUE,
LLC, a New Jersey Limited
Liability Company, 633 COOKMAN
AVENUE, LLC, a New Jersey
Limited Liability Company, 310
MAIN STREET ASBURY PARK, LLC,
a New Jersey Limited Liability
Company, 505 SUMMERFIELD
AVENUE, LLC, a New Jersey
Limited Liability Company, 508
MONROE AVENUE, LLC, a New
Jersey Limited Liability
Company, REI GROUP @ THE
DELMONTE HOTEL, LLC, a New
Jersey Limited Liability
Company, REI GROUP @ THE
STERLING, LLC, a New Jersey
Limited Liability Company, REI
GROUP AT INZA AND SOUTH 11TH,
LLC, a New Jersey Limited
Liability Company, REI GROUP
AT 205 SECOND AVENUE, LLC, a
New Jersey Limited Liability
Company, HSM PROPERTY, L.P., a
New Jersey Limited Liability

Partnership, ROAN LANE
DEVELOPMENT GROUP, LLC, a
Florida Limited Liability
Company, MT. DORA DEVELOPMENT
GROUP, LLC, a Florida Limited
Liability Company, FORT
PIERCE, FL - HOPE POINT, LLC,
a Florida Limited Liability
Company.

Defendants.

This matter is brought before the Court by Zulima V. Farber, Attorney General of New Jersey (Deputy Attorney General Samuel Scott Cornish appearing), on behalf of Franklin L. Widmann, Chief of the New Jersey Bureau of Securities (the "Bureau") with offices at 153 Halsey Street, 6th Floor, Newark, New Jersey, seeking preliminary injunctive and ancillary relief under R. 4:52-1, R. 4:67-1, and the Uniform Securities Law (1997) of New Jersey, N.J.S.A. 49:3-47 et seq. (the "Securities Law").

On April 19, 2006, the Court entered an Order to Show Cause with Temporary Restraints, which, among other things, temporarily restrained the defendants from violating certain provisions of the Securities Laws, froze the assets of certain defendants, and prohibited the destruction and ordered the preservation of evidence.

After the entry of the April 19, 2006 Order to Show Cause with Temporary Restraints, Plaintiff and defendant Nizar Azzam ("Defendant Azzam"), through his Arthur Miller, Esq., agreed to the terms of this Order.

The Court has considered the Verified Complaint, Certification of Investigator Julian Leone, Certification of Investor Donna Winters, and Brief In Support of Plaintiff's Application; for the reasons stated on the record at the hearing on April 24th, 2006; and for good cause shown:

IT IS ON THIS 24th DAY OF APRIL 2006 ORDERED AND AGREED that Defendant Azzam is:

1. Preliminarily enjoined and restrained from engaging in the conduct alleged in the Verified Complaint and any conduct in violation of the Securities Law;

2. Preliminarily enjoined and restrained from issuing, offering, or selling any unregistered securities, including the REI Notes, to, from, or within the State of New Jersey in violation of N.J.S.A. 49:3-60;

3. Preliminarily enjoined and restrained from issuing, offering, or selling any securities, including the REI Notes, in a fraudulent or deceitful manner in violation of N.J.S.A. 49:3-52(a), (b), (c);

4. Preliminarily enjoined and restrained from acting as unregistered broker-dealers or agents in the State of New Jersey in violation of N.J.S.A. 49:3-56(a);

5. Preliminarily enjoined and restrained from employing unregistered agents in the State of New Jersey in violation of N.J.S.A. 49:3-56(h);

6. Preliminarily enjoined and restrained from destroying or concealing any documents, evidence, books, or records relating in any way to the business, operations, or affairs of Defendants or the finances and current or past assets, including past and existing bank accounts, of the individual defendants;

7. Required to preserve all data or information on any computer, personal hand-held device, or other electronic device that is used for personal purposes by the individual defendants or is or has ever been used in connection with the business operations of Defendants; and

8. Required to, within ⁶⁰ ~~30~~ days of the date of the entry of this Order, provide a verified accounting of all assets, funds, and property held directly or indirectly by ~~each~~

MR. Azzam

~~each defendant~~ ~~_____~~

~~_____~~, that stems from, was generated by, obtained in connection with, or that relates in any manner to the business or operations of Defendants, including, but not

limited to, any funds that originated from or were obtained from an investor of Defendants.

AND IT IS FURTHER ORDERED AND AGREED THAT:

1. As applied to Defendant Azzam, the asset freeze imposed by the April 19, 2006 Order to Show Cause with Temporary Restraints is hereby vacated, in part.

2. The receiver, Jesold L. Zano, appointed under the Court's April 24, 2006 Order, shall serve as a fiscal monitor for Defendant Azzam.

3. By no later than 5:00 p.m. on Wednesday, April 26, 2006, Defendant Azzam and the Bureau shall submit a proposed Consent Order to the Court defining the powers and duties of the fiscal monitor and Defendant Azzam.

4. Between the entry of this Order and entry of the Consent Order appointing the receiver as a fiscal monitor, Defendant Azzam shall not spend, disburse, or dissipate any assets, as defined in the April 19, 2006 Order, except for necessary living expenses, such as food, utility bills, taxes, and other expenses that are normally expended in the ordinary course of living, *including reasonable attorney fees.*

5. A copy of this Order shall be served upon all counsel of record by regular mail and upon any pro se defendants by regular mail and certified mail, return receipt requested within 3 days of the date of the entry of this Order.

W. H. M.

Hon. Alexander D. Lehrer, P.J.Ch.

The court will convene this matter initially on 5/9/06 at 3:00pm with MR Zano and counsel present.

W. H. M.

It is agreed that MR Spusani shall provide provide an accounting as per R 8 of this order and ~~no~~ no other restraints shall apply other violation of security laws. The future respondent does not apply.

W. H. M.

FOR THE REASONS STATED ON THE RECORD